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廣州白雲山醫藥集團股份有限公司

GUANGZHOU BAIYUNSHAN PHARMACEUTICAL HOLDINGS CO., LTD.

(a joint stock company with limited liability established in the People's Republic of China)

(H Share Stock Code: 0874)

APPROVAL OF THE PROPOSED PLACING GRANTED BY THE CSRC

References are made to the circular of Guangzhou Baiyunshan Pharmaceutical Holdings Company Limited (the “**Company**”) dated 26 February 2015 (the “**Circular**”) in relation to the Proposed Placing and the announcements and circular(s) of the Company in relation to the Proposed Placing issued subsequent to the Circular, the last of which being the poll results announcement dated 10 March 2016, pursuant to which it was announced, among other things, that the Shareholders’ resolutions to extend the effective period of the Shareholders’ resolutions relating to the Proposed Placing for a further period of 12 months were approved at each of the extraordinary general meeting of the Company, the class meeting of the A Shares Shareholders and the class meeting of the H Shares Shareholders held on 10 March 2016. Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

The Company hereby announces that it has received the “Approval in relation to the Non-Public Issue of Shares by Guangzhou Baiyunshan Pharmaceutical Holdings Company Limited” (關於核准廣州白雲山醫藥集團股份有限公司非公開發行股票的批覆) from the CSRC on 3 May 2016. Details of the approval are as follows:

1. the Company is approved to issue not more than 352,292,020 new A Shares under the Proposed Placing;
2. the Proposed Placing must be implemented strictly in accordance with the application documents submitted to the CSRC;
3. the approval shall be valid for a period of six months from the date of the approval; and
4. the Company shall, on a timely basis, report to the CSRC on any significant events which occur between the date of the approval and before the completion of the Proposed Placing and shall deal with such events in accordance with the relevant regulations.

The Board will proceed with relevant matters in respect of the Proposed Placing in accordance with the requirements specified in the aforementioned approval and as authorised at the general meeting(s) of the Company.

The Board of
Guangzhou Baiyunshan Pharmaceutical Holdings Company Limited

Guangzhou, the PRC, 3 May 2016

As at the date of this announcement, the board of directors comprises Mr. Li Chuyuan, Mr. Chen Mao, Ms. Liu Juyan, Ms. Cheng Ning, Mr. Ni Yidong, Mr. Wu Changhai and Mr. Wang Wenchu as executive directors, and Mr. Wong Lung Tak Patrick, Mr. Qiu Hongzhong, Mr. Chu Xiaoping and Mr. Jiang Wenqi as independent non-executive directors.